

Quarterly Compliance Report on Corporate Governance

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity : J. A. Finance Ltd.

2. Quarter ending: 30-09-2021

I. Composition of Board of Directors

| Title (Mr. / Ms) | Name of the Director | PAN & DIN | Category (Chairperson/Executive/Non-Executive/Independent/Nominee) & | Initial Date of Appointment | Date of Appointment | Date of cessation | Tenure* | Date of Birth | Whether special resolution passed ? | Date of passing special resolution | No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations) | No of Independent Directorship in listed entities including this listed entity | Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations) | No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations) |
|------------------|-----------------------|----------------------------------|--|-----------------------------|---------------------|-------------------|---------|-----------------|-------------------------------------|------------------------------------|--|--|---|--|
| Mr. | Dilip Kumar Goyal | PAN: AFRPG1000L DIN: 00033590 | NED | 30th April, 1993 | 30th April, 1993 | Nil | Nil | 13th Sep. 1959 | NA | NA | 2 | Nil | 3 | Nil |
| Mr. | Akshay Goyal | PAN: ADNPG2270N DIN: 00201393 | ED-MD | 31st March, 2014 | 17th Sep., 2019 | Nil | Nil | 27th Nov, 1984 | YES | 17th Sep., 2019 | 2 | Nil | 3 | Nil |
| Mr. | Ankit Goyal | PAN: AIUPG1229K DIN: 00963125 | NED | 31st Jan, 2014 | 31st Jan, 2014 | Nil | Nil | 8th April, 1987 | NA | NA | 2 | Nil | 2 | Nil |
| Mr. | Manoj Kumar Agarwal | PAN: ABOPA9698P DIN 00031246 | NED | 6th Jan, 2007 | 28th Sep, 2020 | 2nd August, 2021 | Nil | 29th May, 1974 | YES | 28th Sep, 2020 | 1 | Nil | Nil | Nil |
| Mr. | Murari Lal Khandelwal | PAN: ACKPK5476E DIN: 00434495 | ID | 21st Sep, 2006 | 14th August, 2020 | Nil | 7 | 15th Oct, 1964 | YES | 17th Sep., 2019 | 2 | 2 | 6 | 6 |
| Mr. | Amit Agarwal | PAN: ABLPA6169N DIN: 07274291 | ID | 14th August, 2020 | 14th August, 2020 | Nil | 1 | 17th July, 1976 | YES | 28th Sep, 2020 | 1 | 1 | 5 | Nil |
| Ms. | Medhavi Lohia | PAN: AHOPK4020F DIN: 06489775 | ID | 30th April, 2015 | 14th August, 2020 | Nil | 6 | 7th Feb, 1983 | YES | 28th Sep, 2020 | Nil | 1 | Nil | Nil |

Whether regular Chairman appointed- NO

Whether Chairperson is related to managing director or CEO- NO

§ PAN number of any director would not be displayed on the website of Stock Exchange

& Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen

* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.



| II. Composition of Committees | | | | | |
|---|---------------------------------------|---------------------------|--|---------------------|-------------------|
| Name of Committee | Whether regular chairperson appointed | Name of Committee Members | Category (Chairperson/Executive/Non-Executive/Independent/Nominee) & | Date of Appointment | Date of Cassation |
| 1. Audit Committee | Yes | Murari Lal Khandelwal | Chairman- Non-Executive & Independent | 14th August, 2020 | Nil |
| | | Amit Agarwal | Member- Non-Executive & Independent | 14th August, 2020 | Nil |
| | | Akshay Goyal | Member-Executive & non Independent | 14th August, 2020 | Nil |
| 2. Nomination & Remuneration Committee | Yes | Murari Lal Khandelwal | Chairman- Non-Executive & Independent | 14th August, 2020 | Nil |
| | | Amit Agarwal | Member- Non-Executive & Independent | 14th August, 2020 | Nil |
| | | Ankit Goyal | Member-Non-Executive & Non Independent | 2nd August, 2021 | Nil |
| | | Manoj Kumar Agarwal | Member-Non-Executive & Non Independent | 14th August, 2020 | 2nd August, 2021 |
| 3. Risk Management Committee(if applicable): Not Applicable | | | | | |
| 4. Stakeholders Relationship Committee | Yes | Murari Lal Khandelwal | Chairman- Non-Executive & Independent | 14th August, 2020 | Nil |
| | | Amit Agarwal | Member- Non-Executive & Independent | 14th August, 2020 | Nil |
| | | Ankit Goyal | Member-Non-Executive & Non Independent | 2nd August, 2021 | Nil |
| | | Manoj Kumar Agarwal | Member-Non-Executive & Non Independent | 14th August, 2020 | 2nd August, 2021 |

&Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen



| III. Meeting of Board of Directors | | | | | |
|---|---|------------------------------------|------------------------------|--|--|
| Date(s) of Meeting (if any) in the previous quarter | Date(s) of Meeting (if any) in the relevant quarter | Whether requirement of Quorum met* | Number of Directors Present* | Number of Independent Directors Present* | Maximum gap between any two consecutive (In no. of days) |
| 30th June, 2021 | 2nd August, 2021 | YES | 6 | 3 | 2nd August, 2021 to 30th June, 2021 = 33 Days |

* to be filled in only for the current quarter meeting

| IV. Meeting of Committees | | | | | | |
|-------------------------------------|---|------------------------------------|------------------------------|--|---|--|
| Name of the Committee | Date(s) of Meeting (if any) in the relevant quarter | Whether requirement of Quorum met* | Number of Directors Present* | Number of Independent Directors Present* | Date(s) of Meeting (if any) in the previous quarter | Maximum gap between any two consecutive (In no. of days) |
| Audit Committee | 2nd August, 2021 | Yes | 3 | 2 | 30th June, 2021 | 2nd August, 2021 to 30th June, 2021 = 33 Days |
| Nomination & Remuneration Committee | 2nd August, 2021 | Yes | 3 | 2 | 30th June, 2021 | 2nd August, 2021 to 30th June, 2021 = 33 Days |
| Stakeholders Relationship Committee | 2nd August, 2021 | Yes | 3 | 2 | 30th June, 2021 | 2nd August, 2021 to 30th June, 2021 = 33 Days |

* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

| V. Related Party Transactions | |
|--|---|
| Subject | Compliance status (Yes/No/NA)refer note below |
| Whether prior approval of audit committee obtained | Yes |
| Whether shareholder approval obtained for material RPT | Not Applicable |
| Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | Not Applicable |


Note

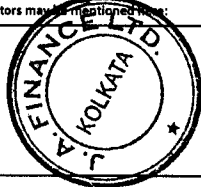
- In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
- If status is "No" details of non-compliance may be given here.

VI. Affirmations

- The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015-Yes
- The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015:
 - Audit Committee-Yes
 - Nomination & remuneration committee-Yes
 - Stakeholders relationship committee-Yes
 - Risk management committee (applicable to the top 100 listed entities)-N.A.
- The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015-Yes
- The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015-Yes
 - This report and/or the report submitted in the previous quarter has been placed before Board of Directors-Yes
 - Any comments/observations/advice of Board of Directors mentioned here:

For, J. A. Finance Limited


 Raju Patro
 Company Secretary and Compliance
 Date: 11/10/2021
 Place: Jamshedpur



Note:

Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.

Report on Corporate Governance for the Half Year ended on 30th September, 2021

Affirmations:

| Broad heading | Regulation Number | Compliance status (Yes/ No/ NA) refer note below |
|--|--------------------------------------|---|
| Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website | 46(2) | Yes |
| Presence of Chairperson of Audit Committee at the Annual General Meeting | 18(1)(d) | No** |
| Presence of Chairperson of the nomination and remuneration committee at the Annual General Meeting | 19(3) | No** |
| Presence of Chairperson of the Stakeholder Relationship committee at the Annual General Meeting | 20(3) | No** |
| Whether "Corporate Governance Report" disclosed in Annual Report | 34(3) read with para C of Schedule V | Yes |

Note:

1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes / No / N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.

2. If status is "No" details of non-compliance may be given here.

**** Mr. Dilip Kumar Goyal, present at the Annual General Meeting of the Company held on 30th August, 2021 and represent the Audit Committee, nomination and remuneration committee and Stakeholder Relationship committee.**

3. If the Listed Entity would like to provide any other information the same may be indicated here

For, J. A. Finance Limited




Raju Patro
Company Secretary and Compliance Officer

Date: 11/10/2021

Place: Tamshedpur

| | | | |
|--|-----|-----|-----|
| Promoter Group or any other entity controlled by them | NIL | NIL | NIL |
| Directors (including relatives or any other entity controlled by them) | NIL | NIL | NIL |
| KMPs or any other entity controlled by them | NIL | NIL | NIL |

II. Affirmations:

All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity

For, J. A. Finance Limited




Raju Patro

Company Secretary and Compliance Officer

Date: 11/20/2021, Place: Jamshedpur

Note:

- These disclosures shall exclude any loan (or other form of debt), guarantee/comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt;
 - by a government company to/for the Government or government company
 - by the listed entity to/for its subsidiary [and joint-venture company] whose accounts are consolidated with the listed entity.
 - by a banking company or an insurance company; and
 - by the listed entity to its employees or directors as a part of the service conditions
- If the listed would like to provide any other information, the same may be indicated as Para D in the above table.